

RECORDATION NO. 27560-15 FILED

MAR 11 '09 -11 30 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

March 11, 2009

Anne K. Quinlan, Esq.
Acting Secretary
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement (Interim Funding Schedule No. 001), dated as of March 4, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 27560.

The names and addresses of the parties to the enclosed document are:

Lessor:	Fifth Third Bank 38 Fountain Square Plaza Cincinnati, Ohio 45263
Lessee:	R.E.L.A.M., Inc. 7695 Bond Street Glenwillow, Ohio 44139

Anne K. Quinlan, Esq.
March 11, 2009
Page 2

A description of the railroad equipment covered by the enclosed document
is:

2 Harsco 6700S Tampers: serial numbers 153598 and 153599.

A short summary of the document to appear in the index is:

Memorandum of Lease Agreement (Interim Funding Schedule No. 001).

Also enclosed is a check in the amount of \$41.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

RECORDATION NO.

27560-1
FILED

MAR 11 '09

-11 30 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

(Interim Funding Schedule No. 001)

Dated as of March 4, 2009

between

FIFTH THIRD BANK,
Lessor

and

R.E.L.A.M., Inc.

Lessee

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on _____, 2009, at _____.M
Recordation Number _____

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT dated as of March 4, 2009, is made by and between R.E.L.A.M., INC., an Ohio corporation ("Lessee"), and FIFTH THIRD BANK, an Ohio corporation ("Lessor").

WITNESSETH

1. Pursuant to a Master Equipment Lease Agreement, dated July 27, 2007, together with Interim Funding Schedule - No. 001 dated March 4, 2009 (collectively, the "Lease Agreement"), Lessor has agreed to lease to Lessee, and the Lessee has agreed to lease from Lessor the equipment as set forth on Exhibit A attached hereto.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Base Lease Term and any Renewal Terms as defined in the Lease Agreement.

3. The Lease Agreement does not contain a hereafter acquired clause.

4. This Memorandum of Lease Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Lease Agreement to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessor:

FIFTH THIRD BANK

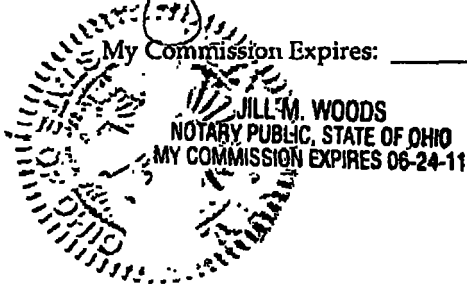
By: [Signature]
Name: Robert Kreling, VP
Title:

STATE OF OHIO)
) ss.:
COUNTY OF HAMILTON)

On this 11th day of March, 2009, before me the subscriber personally appeared Robert Kreling, who being by me duly sworn, did depose and say: that he is a Vice President of FIFTH THIRD BANK the corporation described in and which executed the foregoing instrument and that he signed his name thereto by order of the Board of Directors of said corporation.

[Signature]
NOTARY PUBLIC

My Commission Expires:



[Lessor signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Lease Agreement to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessee:

R.E.L.A.M., INC.

By: [Signature]
Name: LINDA L. ERTTEL
Title: CORP SECRETARY

STATE OF OHIO)

) ss.:

COUNTY OF SUMMIT)

On this 6TH day of MARCH, 2009, before me the subscriber personally appeared LINDA L. ERTTEL who being by me duly sworn, did depose and say: that (s)he is a CORP SECRETARY of R.E.L.A.M., INC., an Ohio corporation, described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by order of the Board of Directors of said corporation.

[Signature]
NOTARY PUBLIC

My Commission Expires: APRIL 9, 2013

MELVIN L. FITZPATRICK
Notary Public, State of Ohio
My Commission Expires 4/9/2013
Recorded in Wayne County

[Lessee signature page]

EXHIBIT A
EQUIPMENT DESCRIPTION

Lease: Interim Funding Schedule No. 001 dated as of March 4, 2009 to Master Equipment Lease Agreement dated as of July 27, 2009.

Lessor: FIFTH THIRD BANK

Lessee: R.E.L.A.M., INC., an Ohio corporation

Manuf. and/or Vendor Name:
Harsco Track Technologies

Description of Equipment:
Quantity: Two (2) Tamper Machines Model 6700S

S/N: 153598, 153599

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

3/11/09



Robert W. Alvord